

EXHIBIT A

Declaration of Timothy J. Fraser

I, Timothy J. Fraser, hereby declare:

1. I am the Vice President, General Counsel and Secretary of Toshiba America, Inc. (“TAI”). I joined TAI in 2011. I make this declaration based on my personal knowledge and after reasonable inquiry.
2. In 2019, I retained Affiliated Monitors, Inc. (“AMI”) to conduct, under my direction, an ethics and compliance culture assessment of TAI and its subsidiaries: Toshiba International Corporation (“TIC”), Toshiba America Energy Systems Corporation (“TAES”), and Toshiba America Electronic Components, Inc. (“TAEC”).
3. I was motivated to retain AMI by my concern that there could be unrecognized compliance-related legal risks at TAI and its subsidiaries. My concern was that if a compliance weakness or failure existed and action was not taken, such a failure could have consequences resulting in civil litigation, or, potentially, even criminal or regulatory action. Prior to the retention of AMI, I had not directed an ethics and compliance culture assessment of TAI or any of its subsidiaries.
4. I intended and expected the AMI ethics and compliance culture assessment to identify potential compliance weaknesses or failures that could reveal potential legal risks. I used AMI’s observations and recommendations so that I could advise on what steps Toshiba Corporation, TAI and/or its subsidiaries should take to avoid or mitigate those risks. I did not retain AMI to provide general business advice or information for my use in non-legal matters.
5. To encourage frank and candid discussions and to maintain privilege and confidentiality, AMI disclosed to all interviewees that the interviews were being conducted under the “under the auspices of the Toshiba Group Legal Team” and that “discussion therefore is confidential and privileged.” I maintained this privilege by not disclosing the AMI reports to anyone other than counsel and the senior executive leadership at TAI, TIC, TAES and TAEC to whom I, or the General Counsel at each respective company, report on legal matters.

6. At the time AMI was retained, I had no evidence or suspicions that Pablo D'Agostino, Sudhakar Kalaga, Abraham Joseph, or others were involved in a bribery and bid-rigging scheme impacting TIC. I did not intend for AMI to conduct a fraud investigation, and AMI disclaimed any responsibility for uncovering or investigating potential fraud at TAI or its subsidiaries.

I declare under penalty of perjury that the foregoing is true and correct. Executed on January 29, 2021 in Franklin Township, New Jersey.

A handwritten signature in blue ink, appearing to read 'T. J. Fraser', is positioned above a horizontal line.

Timothy J. Fraser